

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(GREENBELT DIVISION)

ENTERED

JAN 14 2002

CLERK'S OFFICE  
U.S. BANKRUPTCY COURT  
DISTRICT OF MARYLAND  
GREENBELT

In re: )  
 ) Chapter 11  
STARTEC GLOBAL COMMUNICATIONS )  
CORPORATION, et al., ) Case No. 01-25013 (DK)  
 )  
Debtors. ) (Pending Joint Administration)

**ORDER AUTHORIZING  
DEBTORS TO EMPLOY PROFESSIONALS  
UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

This matter having come before the Court on the Emergency Motion of Debtors for Order Authorizing Debtors to Employ Professionals Utilized in the Ordinary Course of Business, dated December 17, 2001 (the "Motion")<sup>2</sup>, filed by Startec Global Communications Corporation and the affiliated debtors, Startec Global Operating Company and Startec Global Licensing Company, debtors and debtors in possession herein (collectively, the "Debtors"); this Court having reviewed the Motion and having heard the statements of counsel in support of the relief requested therein at a hearing before the Court; it appearing to the Court that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b); due and sufficient notice of the Motion having been given under the circumstances; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, and all parties in interest, and all objections to the Motion having been withdrawn or overruled; therefore, upon the Motion and all of

<sup>2</sup> All capitalized terms used in this Order have the meaning given to them in the Motion unless otherwise specified in this Order.

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the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby

1. ORDERED that, the Motion is granted; and it is further

2. ORDERED that, pursuant to Section 327(a) of the Bankruptcy Code, the Debtors are hereby authorized to employ the OCB Professionals listed on Exhibit A to the Motion, in the ordinary course of business without the need to file individual retention or fee applications for each such professional; and it is further

3. ORDERED that, the Debtors are directed to supplement the list of OCB Professionals set forth on Exhibit A from time to time, if additional OCB Professionals are to be used, and the Debtors shall file each such supplemental list with the Court and serve it by first class mail on (a) the Office of the U.S. Trustee for the District of Maryland, (b) Daniel M. Litt, counsel for Allied Capital Corporation, (c) Peter S. Partee, counsel for NTFC Capital Corporation, (d) Paul N. Silverstein, counsel for certain bondholders, (e) First Union Bank, in its capacity as Indenture Trustee, (f) counsel for any statutory committee of creditors appointed in these Chapter 11 cases, and (g) those parties who request notice pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"); and it is further

4. ORDERED that, if no objections are filed to such supplemental list within ten (10) days after service thereof, the same shall be deemed approved by this Court and all professionals listed thereon shall be deemed to be OCB Professionals within the purview of this Order, and without the necessity of a hearing or further notice; and it is further

5. ORDERED that, pursuant to Section 327 of the Bankruptcy Code, each OCB Professional shall file with the Court an affidavit of disinterestedness, substantially in the form of Exhibit B to the Motion (the "Affidavit"), and serve copies thereof on (a) the Debtors, (b) the Office of the U.S. Trustee for the District of Maryland, (c) Daniel M. Litt, counsel for Allied Capital Corporation, (d) Peter S. Partee, counsel for NTFC Capital Corporation, (e) Paul N. Silverstein, counsel for certain bondholders, (f) First Union Bank, in its capacity as Indenture Trustee, (g) counsel for any statutory committee of creditors appointed in these Chapter 11 cases, and (h) those parties who request notice pursuant to Rule 2002 of the Bankruptcy Rules, prior to or contemporaneous with the submission to the Debtors of invoices accompanying a request for compensation; and it is further

6. ORDERED that, pursuant to Section 328(c) of the Bankruptcy Code, the Debtors shall not make any payment to any OCB Professional who has failed to file an affidavit of disinterestedness, substantially in the form of Exhibit B to the Motion; and it is further

7. ORDERED that, pursuant to Section 328(a) of the Bankruptcy Code, the Debtors are authorized and empowered to make monthly payments for post-Petition Date compensation and reimbursement of post Petition Date expenses to each of the OCB Professionals in the manner customarily made by the Debtors prior to the commencement of their Chapter 11 cases, in the full amount billed by any such OCB Professionals, upon receipt therefrom of the appropriate Affidavit and reasonably detailed invoices indicating the nature of the professional services rendered and calculated in accordance with such professional's standard billing practices (without

prejudice to the Debtors' or any other parties' right to dispute any such invoices);  
provided, however, that subject to further order of the Court, the Debtors shall not pay  
any individual OCB Professional in excess of \$75,000 for postpetition compensation and  
reimbursement of postpetition expenses during any consecutive three-month period, nor  
in excess of \$150,000 in the aggregate to such professional during the pendency of the  
Chapter 11 cases; and it is further

8. ORDERED that, to the extent inconsistent with the terms of this  
Order, the Compensation Guidelines for Professionals in the United States Bankruptcy  
Court for the District of Maryland shall not apply to the OCB Professionals; and it is  
further

9. ORDERED that, this Order shall not apply to any professional  
other than the OCB Professionals; and it is further

10. ORDERED that, this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: 1/14, 2002  
Greenbelt, Maryland

  
UNITED STATES BANKRUPTCY JUDGE

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